

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

JAMES W. DABNEY,

Petitioner,

v.

HUGHES HUBBARD & REED LLP,

Respondent.

1:23-mc-78-MKV

ECF CASE

**DECLARATION OF THEODORE
V.H. MAYER IN SUPPORT OF
RESPONDENT'S OPPOSITION TO
CLAIMANT'S PETITION FOR AN
ORDER TO SHOW CAUSE IN AID
OF ARBITRATION**

Theodore V.H. Mayer, pursuant to 28 U.S.C. § 1746, declares under penalty of perjury that the following is true and correct:

1. I am currently a Partner at Hughes Hubbard & Reed LLP (“HHR” or the “Firm”) and currently serve as the Chair of the Firm. I am fully familiar with all the facts stated herein and make this Declaration on personal knowledge.
2. I submit this Declaration in support of Respondent’s Opposition to Claimant’s Petition for an Order to Show Cause in Aid of Arbitration.
3. Attached hereto as Exhibit 1 is a true and correct copy of a letter dated August 21, 2014 signed by James W. Dabney (“Claimant”) accepting the offer to join HHR as a partner.
4. Attached hereto as Exhibit 2 is a true and correct copy of HHR’s Policy Memorandum No. 3 on Retirement, revised effective April 1, 2020.

5. Attached hereto as Exhibit 3 is a true and correct copy of email and letter dated June 25, 2021 that I received from Claimant, discussing his intent to retire.

6. Attached hereto as Exhibit 4 is a true and correct copy of an agreement for Claimant to provide services to the Firm as Of Counsel (the "Retainer Agreement"), dated November 15, 2021.

7. Attached hereto as Exhibit 5 is a true and correct copy of correspondence amongst Claimant, myself, and Gerard Cruse, discussing terms of his Retainer Agreement, dated November 12, 2021.

8. Attached hereto as Exhibit 6 is a true and correct copy of the HHR Administrative Committee's response to Claimant's Plan decision appeal, dated June 28, 2022.

9. Attached hereto as Exhibit 7 is a true and correct copy of the HHR Investment Committee's response to Claimant's appeal of the Administrative Committee's June 28, 2022, decision, dated October 25, 2022.

10. Attached hereto as Exhibit 8 is a true and correct copy of correspondence amongst Claimant's counsel, Mr. Salzman, and myself discussing Claimant's Retired Partner status, dated January 3, 2023.

11. Attached hereto as Exhibit 9 is a true and correct copy of correspondence between Michael Salzman and myself regarding conversations with Claimant's counsel, dated November 3, 2022.

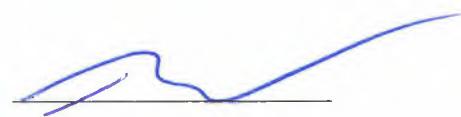
12. Attached hereto as Exhibit 10 is a true and correct copy of correspondence amongst Claimant, Claimant's counsel, Mr. Salzman, and myself, discussing Claimant's status with the Firm, dated January 10, 2023.

13. Attached hereto as Exhibit 11 is a true and correct copy of correspondence from Claimant's counsel to myself, dated January 18, 2023.

14. Attached hereto as Exhibit 12 is a true and correct copy of correspondence from myself to Claimant's counsel regarding negotiations, dated January 24, 2023.

15. Attached hereto as Exhibit 13 is a true and correct copy of correspondence amongst Claimant's counsel, Mr. Saltzman, and myself regarding Claimant's pending ADEA claim, dated January 25, 2023.

I declare under penalty of perjury that the forgoing is true and correct. Executed this 10th day of April, 2023 in New York, New York.



Theodore V.H. Mayer